

JPA File No.: 06-036-Amendment One
AG Contract No.: KR06-0361TRN
Project : Traffic Interchange
Section: SR 89A/SR 89
TRACS No.: H5975 01C
Budget Source Item No.: 14707

**AMENDMENT ONE
INTERGOVERNMENTAL AGREEMENT**

BETWEEN
THE STATE OF ARIZONA
AND
YAVAPAI COUNTY

AMENDMENT No. ONE JPA 06-036 is entered into this date August 7th, 2007, Attorney General No. KR06-0361TRN, Amendment One filed with Secretary of State July 6th, 2006 pursuant to the Arizona Revised Statutes § 11-951 through 11-954, as amended, between the STATE OF ARIZONA, acting by and through its DEPARTMENT OF TRANSPORTATION (the "State") acting by and through its Board of Supervisors (the "County"). The State and the County are collectively referred to as "Parties".

I. RECITALS

1. The State is empowered by Arizona Revised Statutes § 28-401 to enter into this Agreement and has delegated to the undersigned the authority to execute this Agreement on behalf of the State.

2. The County is empowered by Arizona Revised Statutes § 11-251 to enter into this Agreement and has authorized the undersigned to execute this Agreement on behalf of the County.

The purpose of this Amendment is to: Incorporate post design service payment to the County and update the estimated project cost due to bid award amount recently received. The Parties hereto agree to amend the following language; Replace Recital 3 with the following, add paragraphs II.1.e and II.2.b under the Scope of Work.

Recital 3 is deleted and replaced with the following language:

3. The State's construction project at the intersection of State Route (SR) 89 & 89A is to construct roadway improvements to the east and west that includes bridges over SR 89, mill and replace asphalt on all four ramps, pave Frontage Road E, and complete the Traffic Interchange at SR 89 & 89A collectively hereinafter referred to as the "Project". In addition the State will pay the County for post design service. The Project bid amount is currently estimated at \$5,647,747.00, for which the County has agreed to contribute \$500,000.00 towards the Project.

EXCEPT AS AMENDED HEREIN, all other terms and conditions of the Original Agreement shall remain in full force and effect.

THEREFORE, in consideration of the mutual covenants expressed herein, it is agreed as follows:

NO. 28306
Filed with the Secretary of State
Date Filed: 8-7-07
Janice K. Brewster
Secretary of State
By: [Signature]

II. SCOPE OF WORK

1. The State shall:

Paragraph II.1.e. shall be added to the following language:

e. Upon receipt of an approved invoice, remit to the County actual costs for post design services up to one percent of the contractors construction bid amount.

2. The County shall:

Paragraph II.2.b. shall be added to the following language:

b. Invoice the State for post design service up to one percent of the contractors construction bid amount.

All notices or demands upon any party to this Agreement shall be in writing and shall be delivered in person or sent by mail, addressed as follows:

Arizona Department of Transportation
Joint Project Administration
205 S. 17th Avenue, Mail Drop 616E
Phoenix, Arizona 85007
(602) 712-7525
(602) 712-7424 Fax

Yavapai County
Attn: Mike Willet
1100 Commerce Drive
Prescott, Arizona
Phone # (928) 771-7521
Fax # (928) 771-3323

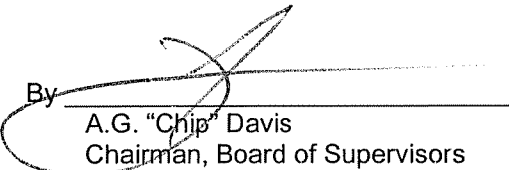
In accordance with Arizona Revised Statutes § 11-952 (D) attached hereto and incorporated herein is the written determination of each party's legal counsel and that the parties are authorized under the laws of this State to enter into this Agreement and that the Agreement is in proper form.

IN WITNESS WHEREOF, the parties have executed this Agreement the day and year first above written.

YAVAPAI COUNTY**STATE OF ARIZONA**

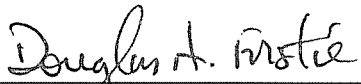
Department of Transportation

By



A.G. "Chip" Davis
Chairman, Board of Supervisors


By



DOUGLAS A. FORSTIE, P.E.
Deputy State Engineer, Operations

ATTEST:

By



Julie Ayers
Clerk of the Board

G:06-036-Yavapai County Amendment One
89 & 89A Ti Project
April 9th, 2007 -ly
Revised May 10th, 2007-ly
Final May 22, 2007-ly

**CERTIFIED COPY OF ENTRY IN OFFICIAL MINUTES
OF THE YAVAPAI COUNTY BOARD OF SUPERVISORS**

YAVAPAI COUNTY)
) ss.
ARIZONA)

Julie Ayers, having been first duly sworn, deposes and says:

I am the duly appointed, qualified and acting Clerk of the Yavapai County Board of Supervisors and in such capacity under the provisions of ARS §11-241 am charged with the responsibilities, among others, of recording all proceedings of the Board and maintaining custody of such records of the Board as are required by law to be maintained. Among the records of which I have custody is the official minute book of the Board of Supervisors which under the provisions of ARS §11-217 is required to be made and kept.

Set forth below is a copy of an entry in the aforesaid minute book of which, as aforesaid, I am the officer having the legal custody. This is my certificate under the provisions of Rule 44(A), Rules of Civil Procedure, and the Uniform Business Records Act, that the said copy is a true and correct copy thereof, to which I attest by my signature subscribed hereunto:

Date of meeting of which the minutes are a record: July 9, 2007.

The entry in the said minutes:

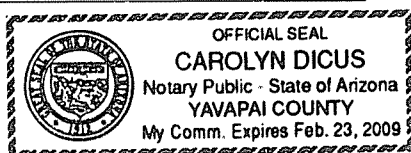
CONSENT AGENDA Upon a motion by Supervisor Thurman, seconded by Supervisor Springer, the Board voted unanimously to approve all items appearing on the Consent Agenda with the exception of Consent Items 16, 17, and 18 (see below for comments). No comments from the public.

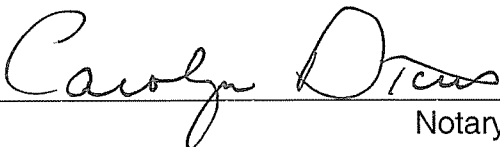
Public Works Department - Consider approval of Amendment One to the Intergovernmental Agreement (JPA 06-036) between Yavapai County and the Arizona Department of Transportation for the State Route 89/89A Traffic Interchange Project. Prescott Area. Funded by Regional Roads.


Julie Ayers, Clerk

SUBSCRIBED AND SWORN to before me 23rd of July, 2007.

My Commission Expires:



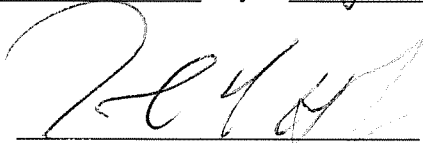

Notary Public

ATTORNEY APPROVAL FORM
FOR YAVAPAI COUNTY


I have reviewed the above referenced Amendment One to the Intergovernmental Agreement between the State of Arizona, acting by and through its DEPARTMENT OF TRANSPORTATION, and YAVAPAI COUNTY, an Agreement among public agencies which, has been reviewed pursuant to A.R.S. § 11-951 through § 11-954 and declare this Agreement to be in proper form and within the powers and authority granted to YAVAPAI COUNTY under the laws of the State of Arizona.

No opinion is expressed as to the authority of the State to enter into this Agreement.

DATED this 1st day of June, 2007.

A handwritten signature in cursive script, appearing to read 'R. H. ...', is written over a horizontal line.

Attorney

<p>TERRY GODDARD Attorney General</p>	<p> OFFICE OF THE ATTORNEY GENERAL STATE OF ARIZONA</p>	<p>CIVIL DIVISION TRANSPORTATION SECTION Writer's Direct Line: 602.542.8855 Facsimile: 602.542.3646 E-mail: Susan Davis@azag.gov</p>
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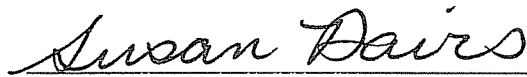
INTERGOVERNMENTAL AGREEMENT
DETERMINATION

A.G. Contract No. KR06-0361TRN (**JPA 06-036, Amendment One**), an Agreement between public agencies, i.e., The State of Arizona and Yavapai County, has been reviewed pursuant to A.R.S. § 11-952, as amended, by the Undersigned Assistant Attorney General who has determined that it is in the proper form and is within the powers and authority granted to the State of Arizona.

No opinion is expressed as to the authority of the remaining Parties, other than the State or its agencies, to enter into said Agreement.

DATED: August 1, 2007

TERRY GODDARD
Attorney General



SUSAN E. DAVIS
Assistant Attorney General
Transportation Section

SED:mjf:35372
Attachment